THE CHARTER

OF THE

San Francisco City Water Works,

TOGETHER WITH COPIES OF THE

ACTS OF THE LEGISLATURE

AND

ORDINANCES

OF THE

CITY OF SAN FRANCISCO,

FROM WHICH ARE DERIVED

THE INCORPORATION, POWERS AND RIGHTS OF SAID COMPANY.

SAN FRANCISCO:
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AN ACT

TO PROVIDE FOR THE FORMATION OF CORPORATIONS FOR CERTAIN PURPOSES.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

SECTION 1. Corporations for manufacturing, mining, mechanical, or chemical purposes or for the purpose of engaging in any species of trade or commerce, foreign or domestic, may be formed according to the provisions of this Act; such corporations, and the members thereof, being subject to all the conditions and liabilities herein imposed, and to none others.

SECTION 2. Any three or more persons, who may desire to form a company for any one or more of the purposes specified in the preceding section, may make, sign, and acknowledge, before some officer competent to take the acknowledgment of deeds, and file in the office of the County Clerk of the county in which the principal place of business of the company is intended to be located, and a duplicate thereof in the office of the Secretary of State, a certificate in writing, in which shall be stated the corporate name of the company, the objects for which the company shall be formed, the amount of its capital stock, the time of its existence, not to exceed fifty years, the number of shares of which the stock shall consist, the number of trustees and their names who shall manage the concerns of the company for the first three months, and the names of the city or town and county in which the principal place of business of the company is to be located.

SEC. 3. A copy of any certificate of incorporation, filed in pursuance of this Act, and certified by the County Clerk of the county in which it is filed, or his deputy, or by the Secretary of State, shall be received in all courts and places as presumptive evidence of the facts therein stated.

SEC. 4. When the certificate shall have been filed, the persons who shall have signed and acknowledged the same, and their successors, shall be a body politic and corporate, in fact and in name, by the name stated in the certificate, and, by their corporate name have succession for the period limited, and power: First, to sue and be sued in any court; Second, to make and use a common seal, and alter the same at pleasure; Third, to purchase, hold, sell and convey such real and personal estate as the purposes of the corporation shall require; Fourth, to appoint such officers, agents, and servants, as the business of the corporation shall require—to define their powers, prescribe their duties, and fix their compensation; Fifth, to require of them such security as may be thought proper for the fulfillment of their duties, and to remove them at will, except that no trustee shall be removed from office, unless by a vote of two-thirds of the whole number of trustees, or by a vote of a majority of the trustees, upon a written request signed by stockholders of two-thirds of the whole stock; Sixth, to make by-laws not inconsistent with the laws of this State for the organization of the company, the management of its property, the regulation of its affairs, the transfer of its stock, and for carrying on all kinds of business within the objects and purposes of the company.

SEC. 5. The corporate powers of the corporation shall be exercised by a board of not less than three trustees, who shall be stockholders in the company, and a majority of them citizens of the United States and residents of this State, and who shall, after the expiration of the term of the trustee first selected, be annually elected by the stockholders at such time and place, and upon such notice and in such mode as shall be directed by the by-laws of the company; but all elections shall be by ballot, and each stockholder, either in person or by proxy, shall be entitled to as many votes as he owns shares of stock; and the persons receiving the greatest number of votes shall be trustees. When any vacancy shall happen among the trustees by

death, resignation, or otherwise, it shall be filled for the remainder of the year in such manner as may be provided by the by-laws of the company.

SEC. 6. If it should happen, at any time, that an election of trustees shall not be made on the day designated by the by-laws of the company, the corporation shall not for that reason be dissolved, but it shall be lawful on any other day to hold an election for trustees, in such manner as shall be provided for by the by-laws of the company; and all acts of the trustees shall be valid and binding upon the company until their successors shall be elected.

SEC. 7. A majority of the whole number of trustees shall form a board for the transaction of business, and every decision of a majority of the persons duly assembled as a board, shall be valid as a corporate Act.

SEC. 8. The first meeting of the trustees shall be called by a notice, signed by one or more of the persons named trustees in the certificate, setting forth the time and place of the meeting, which notice shall be either delivered personally to each trustee, or published at least ten days in some newspaper of the county in which is the principal place of business of the corporation, or if no newspaper be published in the county, then in some newspaper nearest thereto.

SEC. 9. The stock of the company shall be deemed personal estate, and shall be transferable in such manner as shall be prescribed by the by-laws of the company; but no transfer shall be valid, except between the parties thereto, until the same shall have been so entered on the books of the compay, as to show the name of the parties by and to whom transferred, the number and designation of the shares, and the date of the transfer.

SEC. 10. The trustees shall have power to call in and demand from the stockholders the sums by them subscribed, at such times and in such payments or instalments as they may deem proper. Notice of each assessment shall be given to the stockholders personally, or shall be published once a week for at least four weeks in some newspaper published at the place designated as the principal place of business of the corporation, or if none is published there, in some newspaper nearest to such place. If, after such notice has been given, any stockholder shall make default in the payment of the assessment upon the shares

held by him, so many of such shares may be sold as will be necessary for the payment of the assessment on all the shares held by him. The sale of said shares shall be made as prescribed in the by-laws of the company; *Provided*, that no sale shall be made except at public auction to the highest bidder, after a notice of thirty days, published as above directed in this section; and that at such sale the person who will agree to pay the assessment so due, together with the expense of advertisement and the other expenses of sale for the smallest number of whole shares, shall be deemed the highest bidder.

SEC. 11. Whenever any stock is held by any person as executor, administrator, guardian, or trustee, he shall represent such stock at all meetings of the company, and may vote accordingly as a stockholder.

SEC. 12. Any stockholder may pledge his stock by a delivery of the certificates or other evidence of his interest, but may nevertheless represent the same at all meetings, and vote accordingly as a stockholder.

SEC. 13. It shall not be lawful for the trustees to make any dividend except from the surplus profits arising from the business of the corporation; nor to divide, withdraw, or in any way pay to the stockholders, or any of them, any part of the capital stock of the company; nor to reduce the capital stock, unless in the manner prescribed in this Act; and in case of any violation of the provisions of this section, the trustees, under whose administration the same may have happened, except those who may have caused their dissent therefrom to be entered at large on the minutes of the board of trustees at the time, or were not present when the same did happen, shall, in their individual and private capacities, be jointly and severally liable to the corporation, and the creditors thereof, in the event of its dissolution, to the full amount so divided, withdrawn, paid out, or reduced; *Provided*, that this section shall not be construed to prevent a division and distribution of the capital stock of the company, which shall remain after the payment of all its debts, upon the dissolution of the corporation or the expiration of its charter.

SEC. 14. The total amounts of the debts of the corporation shall not at any time exceed the amount of the capital stock actually paid in; and in case of any excess, the trustees, under whose administration the same may have happened, except those who may have caused their

dissent therefrom to be entered at large on the minutes of the board of trustees at the time, and except those who were not present when the same did happen, shall, in their individual and private capacities, be liable jointly and severally to the said corporation, and in the event of its dissolution, to any of the creditors thereof, for the full amount of such excess.

SEC. 15. No corporation organized under this Act, shall, by any implication or construction, be deemed to possess the power of issuing bills, notes, or other evidences of debt for circulation as money.

SEC. 16. Each stockholder shall be individually and personally liable for his proportion of all the debts and liabilities of the company, contracted or incurred during the time that he was a stockholder; for the recovery of which, joint or several actions may be instituted and prosecnted.

SEC. 17. No person holding stock as executor, administrator, guardian, or trustee, or holding it as collateral security, or in pledge, shall be personally subject to any liability as a stockholder of the company; but the person pledging the stock shall be considered as holding the same, and shall be liable as a stockholder accordingly; and the estate and funds in the hands of the executor, administrator, guardian, or trustee, shall be liable in like manner and to the same extent as the testator or intestate, or the ward or person interested in the trust fund would have been, if he had been living and competent to act and hold the stock in his own name.

SEC. 18. It shall be the duty of the trustees of every company incorporated under this Act, to cause a book to be kept containing the names of all persons, alphabetically arranged, who are or shall become stockholders of the corporation, and showing the number of shares of stock held by them respectively, and the time when they respectively became the owners of such shares; which book, during the usual business hours of the day, on every day except Sunday and the fourth of July, shall be open for the inspection of stockholders and creditors of the company, at the office or principal place of business of the company; and any stockholder or creditor shall have the right to make extracts from such book, or to demand and receive from the clerk or other officer having charge of such book, a certified copy of any entry made therein: such book or certified copy of any entry shall be presumptive

evidence of the facts therein stated, in any action or proceeding against the company, or against any one or more stockholders.

SEC. 19. If the clerk or other officer having charge of such books shall make any false entry, or neglect to make any proper entry therein, or shall refuse or neglect to exhibit the same, or to allow the same to be inspected, or extracts to be taken therefrom, or to give a certified copy of any entry therein, as provided in the preceding section, he shall be deemed guilty of a misdemeanor, and shall forfeit and pay to the party injured a penalty of one hundred dollars, and all damages resulting therefrom; and for neglecting to keep such book for inspection as aforesaid, the corporation shall forfeit to the people the sum of one hundred dollars for every day it shall so neglect—to be sued for and recovered in the name of the people by the District Attorney of the county in which the principal place of business of the corporation is located.

SEC. 20. Any company incorporated under this Act, may, by complying with the provisions herein contained, increase or diminish its capital stock to any amount which may be deemed sufficient and proper for the purposes of the corporation; but before any corporation shall be entitled to diminish the amount of its capital stock, if the amount of its debts and liabilities shall exceed the sum to which the capital is proposed to be diminished, such amount shall be satisfied and reduced, so as not to exceed the diminished amount of capital.

SEC. 21. Whenever it is desired to increase or diminish the amount of capital stock, a meeting of the stockholders may be called by a notice signed by at least a majority of the trustees, and published for at least four weeks in some newspaper published in the county where the principal place of business of the company is located, which notice shall specify the object of the meeting, the time and place where it is to be held, and the amount to which it is proposed to increase or diminish the capital; and a vote of two-thirds of all the shares of stock shall be necessary to an increase or diminution of the amount of the capital stock.

SEC. 22. If at any meeting so called, a sufficient number of votes has been given in favor of increasing or diminishing the amount of capital, a certificate of the proceedings, showing a compliance with these provisions, the amount of capital actually paid in, the whole amount

of the debts and liabilities of the company, and the amount to which the capital stock is to be increased or diminished, shall be made out, signed, and verified by the affidavit of the chairman and secretary of the meeting, certified by a majority of the trustees, and filed, as required by the second section of this Act; and when so filed, the capital stock of the corporation shall be increased or diminished to the amount specified in the certificate.

SEC. 23. Upon the dissolution of any corporation formed under this Act, the trustees at the time of the dissolution shall be trustees of the creditors and stockholders of the corporation dissolved, and shall have full power and authority to sue for and recover the debts and property of the corporation, by the name of trustees of such corporation, collect and pay the outstanding debts, settle all its affairs, and divide among the stockholders the money and other property that shall remain after the payment of the debts and necessary expenses.

SEC. 24. Any corporation formed under this Act may dissolve and disincorporate itself by presenting to the county judge of the county in which the meetings of the trustees are usually held, a petition to that effect, accompanied by a certificate of its proper officers, and setting forth, that at a general or special meeting of the stockholders called for that purpose, it was decided by a vote of two-thirds of all the stockholders to disincorporate and dissolve the corporation; notice of the application shall then be given by the clerk, which notice shall set forth the nature of the application, and shall specify the time and place at which it is to be heard, and shall be published in some newspaper of the county once a week for four weeks, or if no newspaper is published in the county, by advertisement posted up for thirty days in three of the most public places in the county. At the time and place appointed, or at any other to which may be postponed by the judge, he shall proceed to consider the application, and, if satisfied that the corporation has taken the necessary preliminary steps, and obtained the necessary vote to dissolve itself, and that all claims against the corporation are discharged, he shall enter an order declaring it dissolved.

SEC. 25. The fifth chapter of an Act concerning corporations, passed April 22d, 1850, is repealed; but this repeal shall not be construed to destroy the existence of any company already formed under the provisions of said chapter, nor to affect any right acquired or lia-

bility incurred under the same ; but as to all such companies, the provisions of said chapter shall continue in full force, except in those instances in which any company heretofore incorporated may avail itself of the provisions of the next section of this Act.

SEC. 26. Any company incorporated under the said fifth chapter of an Act corcerning corporations, passed April 22d, 1850, may continue its corporate existence under this Act by adopting a resolution to that effect by a vote of two-thirds of all the stockholders, and filing a certificate thereof, signed by its proper officers, in the office of the Secretary of State and of the County Clerk of the county in which is located the principal place of business of the corporation. From the time of filing the certificate, the corporation shall be subject only to the provisions of this Act, but the change so made shall not affect any right acquired or liability incurred previously by the corporation.

SEC. 27. Corporations formed under this Act, and the members thereof, shall not be subject to the conditions and liabilities contained in an Act entitled "an Act concerning Corporations," passed April 22d, 1850.

Approved, April 14th, 1853.

AN ACT

TO AMEND AN ACT ENTITLED "AN ACT TO PROVIDE FOR THE FORMATION OF CORPORATIONS FOR CERTAIN PURPOSES," PASSED APRIL 14TH, 1853.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

SECTION 1. Section first of said Act is amended so as to read as follows: Corporations for manufacturing, mining, mechanical, wharfing and dockage or chemical purposes, or for the purpose of engaging in any species of trade or commerce, foreign or domestic, may be formed according to the provisions of this Act; such corporations and members thereof being subject to all the conditions and liabilities herein imposed and to none others.

Approved, April 30th, 1855.

CERTIFICATE OF INCORPORATION.

SAN FRANCISCO CITY WATER WORKS.

THIS IS TO CERTIFY, That the subscribers, citizens of the State of California, under and in conformity with the requirements of an Act of the Legislature of the State of California entitled "An Act to provide for the Formation of Corporations for certain purposes," passed

April 14th, 1853, and amended by an Act entitled "An Act to amend an Act entitled an Act to provide for the Formation of Corporations for certain purposes," approved April 30th, 1855, have this day formed themselves into an Association or Company, and do declare as follows:

First. The corporate name of the said Company shall be the "San Francisco City Water Works."

Second. The object for which said Company is formed is to introduce pure fresh water into the City and County of San Francisco, for the purpose of supplying the inhabitants thereof, and the public buildings therein with the same, and to do and transact all such other business relating thereto as may be necessary and proper.

Third. The capital stock of said Company shall be one million five hundred thousand dollars, divided into three thousand shares of five hundred dollars each.

Fourth. The said Corporation shall continue for the term of twenty-five years, unless sooner discontinued or disincorporated, according to the provisions of the Acts of the Legislature aforesaid.

Fifth. The number of Trustees who shall manage the concerns of the said Company for the first three months shall be three, and they shall consist of John Bensley, A. W. Von Schmidt and Anthony Chabot.

Sixth. The principal place of business of said Company shall be in the City and County of San Francisco.

In witness whereof the subscribers have hereunto set their hands and seals at the City and County of San Francisco, this fifteenth day of June, one thousand eight hundred and fifty-seven.

JOHN BENSLEY, [L.S.]
A. W. VON SCHMIDT, [L.S.]
A. CHABOT. [L.S.]

In presence of
W. F. SWASEY.

STATE OF CALIFORNIA,
County of San Francisco, } ss.

On this 15th day of June, A. D. 1857, before me, W. F. Swasey, a Notary Public for the said county, personally appeared John Bensley, A. W. Von Schmidt, and Anthony Chabot, personally known to me to

be the individuals described and who executed the foregoing Certificate of Incorporation, and severally acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein mentioned.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the county aforesaid, the day and year above written.

[L.S.] W. F. SWASEY, Notary Public.

STATE OF CALIFORNIA, } ss.
City and County of San Francisco, }

I, William Duer, County Clerk of the City and County of San Francisco, State of California, and *ex officio* Clerk of the County Court thereof, do hereby certify the foregoing to be a true copy of the Certificate of Incorporation of the San Francisco City Water Works, on file in my office.

Witness my hand and the Seal of said Court, this second day of June, A. D. 1858.

[L.S.] WILLIAM DUER, Clerk.

By J. F. BOWMAN, Deputy Clerk.

AN ACT

FOR THE INCORPORATION OF WATER COMPANIES.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

SECTION 1. The provisions of an Act entitled "An Act to provide for the Formation of Corporations for certain purposes," passed April 14th, 1853, and the provisions of an Act entitled "An Act to amend an Act entitled 'An Act to provide for the Formation of Corporations for certain purposes,'" passed April 14th, 1853, and passed on the thirtieth (30th) day of April, 1855, shall extend to and apply to all corporations already formed, or hereafter to be formed, under said Acts, for the purpose of supplying any city and county, or any cities or towns in this State, or the inhabitants thereof, with pure fresh water.

SEC. 2. Any company incorporated for the purposes specified in the preceding section, shall have the right to purchase, or to appropriate and take possession of, and use and hold, all such lands and waters as may be required for the purposes of the company, upon making compensation therefor. The mode of proceeding to appropriate and take possession of such lands and waters, when the parties cannot agree upon a purchase thereof, shall be the same as prescribed in sections twenty-seven, twenty-eight, and twenty-nine, of an Act to provide for the incorporating of Railroad Companies, passed April 22d, 1853, except that such proceedings shall be had before the county judge of the county in which such lands or waters, or both, may be situated; *Provided*, That all reservoirs, canals, ditches, pipes, aqueducts, and all conduits heretofore built, or that hereafter may be constructed by

any corporation formed under this Act, or claiming the privileges, rights, and immunities herein granted, or any of them, shall be used exclusively for the purpose of supplying any city and county, or any cities or towns, in this State, or the inhabitants thereof, with pure fresh water.

SEC. 3. All privileges, immunities, and franchises, that may hereafter be granted to any individual or individuals, or to any corporation or corporations, relating to the introduction of fresh water into the city and county of San Francisco, or into any city or town in this State, for the use of the inhabitants thereof, are hereby granted to all companies incorporated, or that may hereafter become incorporated, for the purposes aforesaid.

SEC. 4. All corporations formed under the provisions of this Act, or claiming any of the privileges of the same, shall furnish pure fresh water to the inhabitants of such city and county, or city and town, for family uses, so long as the supply permits, at reasonable rates and without distinction of persons, upon proper demand therefor, and shall furnish water, to the extent of their means, to such city and county, or city or town, in case of fire or other great necessity, free of charge. And the rates to be charged for water shall be determined by a board of commissioners, to be selected as follows: Two by such city and county, or city or town authorities, and two by the water company; and in case that four cannot agree to the valuation, then, in that case, the four shall choose a fifth person, and he shall become a member of said board; if the four commissioners cannot agree upon a fifth, then the sheriff of the county shall appoint such fifth person. The decision of a majority of said board shall determine the rates to be charged for water for one year, and until new rates shall be established. The board of supervisors, or the proper city or town authorities, may prescribe such other proper rules relating to the delivery of water, not inconsistent with this Act, and the laws and constitutions of this State.

SEC. 5. Any corporation created under the provisions of this Act, shall have the right, subject to the reasonable direction of the board of supervisors, or city or town authorities, as to the mode and manner of exercising such right, to use so much of the streets, ways, and alleys, in any town, city, or city and county, or any public road therein, as may be necessary for laying pipes for conducting water into any such

town, city, or city and county, or through or into any part or parts thereof.

SEC. 6. Any corporation heretofore formed for the purposes specified in this Act, shall have the right to reincorporate under the provisions of this Act, without losing, forfeiting, or diminishing any of the rights, privileges, franchises, or immunities, which they have heretofore lawfully acquired.

Approved, April 22d, 1858.

AN ACT

TO PROVIDE FOR THE INCORPORATION OF RAILROAD COMPANIES.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

SEC. 27. Every such corporation shall have power: First, to cause such examinations and surveys for the proposed railroad to be made as may be necessary to the selection of the most advantageous route route for the railroad, and for such purpose, by their officers, agents and servants, to enter upon lands or waters of any person or persons, subject to responsibility for all damage which they shall do thereto. Second, To receive, hold, take and convey such voluntary donations of real estate and other property as shall be made to aid and encourage the construction of said road. Third, to purchase, and by voluntary grants and donations receive and take, and by its officers, engineers, surveyors and agents, enter upon and take possession of, and hold, and use in any manner they may deem proper, the same as a natural person might or could do, all such lands, and real estate, and other property, as the Directors may deem necessary for the construction and maintenance of said road, and for the stations, depots, and other accommodations and purposes deemed necessary to accomplish the objects of the company. Fourth, to lay out its road or roads, not exceeding nine rods wide, and to construct and maintain the same with a single or double track, with such appendages as may be deemed necessary for the convenient use of the same; and for the purpose of cutting embankments and procuring timber, stone and gravel, may

take as much more land as may be necessary for the purposes aforesaid, in the manner hereinafter provided for the proper construction and security of the road. Fifth, to construct their road across or upon any stream of water, water course, roadstead, bay, navigable stream or highway, railroad or canal, which the route of its road shall intersect or cross; but the corporation shall restore the stream or water course, road or highway, railroad or canal, thus intersected, to its former state as near as practicable, so as not to impede its usefulness.

SEC. 28. Until otherwise provided by law, any company organized under this Act, may enter upon, take possession of and use all such real estate and property as may be required for the construction and maintenance of a single or double track railroad, and the convenient accommodations appertaining to the same, by complying with the following provisions: Whenever the said corporation shall not have acquired by gift or purchase, any land, real estate or property, so required as aforesaid, or which may be affected by any operation connected with such construction and maintenance, it shall be lawful for the company, (by a petition signed by its attorney or agent, describing with convenient accuracy and certainty, by map or otherwise, the lands, real estate or property, so required to be taken or to be affected, setting forth the name and residence of each owner, or other person interested therein as owner, claimant, tenant, lessee or incumbrancer, as far as known to such attorney or agent, or appearing of record) to apply to the Judge of the District Court, either in term time or vacation, of the county where the said lands, real estate or property shall lie, praying the appointment of commissioners to ascertain the compensation to be made to such owners and persons interested, for the taking or injuriously affecting such lands, and real estate or property as aforesaid. The Judge shall have satisfactory evidence that notice of an intended application, and the time and place thereof, for the appointment of Commissioners of Appraisement between said corporation and the owners and persons interested in such lands, real estate and property, had been given, at least five days previously, to every such owner personally, or to some person of suitable age, at the residence or on the premises of such owner, or by publication thereof in a newspaper printed in the county in which such land, real estate or property may lie; such publication to be

allowed only in respect to owners who shall appear, by affidavit, to have no residence in the county, known to such agent or attorney, whereat such notice could be delivered as aforesaid. The Judge may adjourn such proceedings from time to time, when necessary for the furtherance of justice, and may direct any further notice thereof to be given that may seem proper; and he shall hear the proofs and allegations of the parties interested, touching the regularity of the proceedings, and shall, by an entry in his minutes, appoint five competent and disinterested persons, Commissioners, to ascertain such compensation as aforesaid, specifying in such entry a time and place for the meeting of the Commissioners. The said Commissioners, before entering upon the duties of their office, shall be sworn, and any one of them may administer oaths to witnesses produced before them, and they may adjourn from day to day, to enable the parties to procure testimony, but for no longer period than one day, without the consent of both parties, until the matter is finally determined, unless otherwise ordered by the said Judge, for good cause shown. Whenever they shall have adjourned to enable the parties to procure testimony, any of the Commissioners may issue subpœnas, and compel witnesses to attend. The Commissioners having heard the proofs and allegations of the parties, three or more of said Commissioners shall, after viewing the premises, without fear, favor or partiality, ascertain and certify the compensation proper to be made to the said owners and parties interested, for the land, real estate and property, so to be taken or injuriously affected as aforesaid, the valuation by said Commissioners to be of the said land, real estate or property, as it was before the said railroad was projected, and not as improved in value by the projection of said road. The said Commissioners, or a majority of them, shall make, subscribe and file with the Clerk of the county in which such lands, real estate or property shall lie, a certificate of said ascertainment and assessment, in which the said lands, real estate and property shall be described by map or otherwise, with convenient accuracy and certainty. Either party feeling aggrieved by the decision of the Commissioners, may appeal to the Supreme Court, as in other cases tried before the District Court; *Provided*, that such appeal shall not prevent the company from proceeding with their work, or retaining or taking possession of such lands, real estate and

property, as may be necessary for the successful prosecution of their road. The Court or Judge, upon such certificate, and due proof that such ascertainment or assessment has been paid to the parties entitled to the same, or has been paid to the Clerk of the Court of the proper county, shall make and cause to be entered in his minutes, a rule describing such lands, real estate and property, in manner aforesaid, such ascertainment or assessment of compensation, with the mode of making it, and such payment or deposit of the same compensation as aforesaid. A certified copy of such rule shall be recorded and indexed in the proper Recorder's office, in the like manner and with like effect, as if it was a deed of conveyance in fee simple from the said owners and parties interested, to the said corporation. Upon the entry of such rule, the said company shall become entitled to use and occupy all lands, real estate and property described in said rule, as required to be taken as aforesaid during the continuance of the corporation, by this or any subsequent Act; and may be taken possession of what they are not at the time in possession of, and hold and use all described in said rule for the purposes of said road, or otherwise for the benefit of the company, and shall thereupon be discharged from all claims for damages, by reason of any matter specified in the said petition, certificate or rule of Court. If at any time after an attempted or actual ascertainment of compensation under this or any other Act, or any purchase by, or donation to the said corporation, of any lands for the purposes aforesaid, it shall appear that the title thereby acquired to all or any part of such lands for the use of said road, or of said corporation, shall fail or be deemed defective, the said corporation may proceed anew to perfect such title, by procuring an ascertainment of the compensation proper to be made to any person or persons, whose title, claim or interest in, or lien upon such lands, shall not have been compensated and extinguished according to law, and by making payment thereof, in the manner hereinafter provided, as near as may be, and at any stage of such new proceedings, or of any proceedings under this Act, the Court, or Judge in Chambers, may, by a rule in that behalf made, authorize the said corporation, if already in possession, to continue in the use and possession, and if not in possession, to take possession of, and use such premises during the pendency and until the final conclusion of such

proceedings, and may stay all actions or proceedings against such corporation on account thereof; *Provided*, such corporation shall pay a sufficient sum into Court, or give approved security to pay the compensation in that behalf, when ascertained; and in every case where possession shall be authorized, it shall be lawful for the owner or owners to conduct the proceedings to a conclusion, if the same shall be delayed by the said company. The said Commissioners shall be entitled to receive from said corporation their reasonable disbursements, and a compensation per day, to be fixed by said Court or Judge, not to exceed five dollars for each day actually employed by them in the discharge of their duties, such disbursements to be taxed and allowed by the Court or Judge. If any Commissioner so appointed shall die, be unable, or fail to serve, the Court or Judge may appoint another in his place, on reasonable notice of application for such an appointment, such application to be approved by the Court or Judge.

Sec. 29. In case any married woman, infant, idiot or insane person, or any unknown owners not personally notified to appear, and who shall not appear, after such notice on the appointment of Commissioners, shall be interested in any such lands, real estate or property, the Court or Judge shall appoint some proper person to appear before the said Commissioners, and act as attorney for and in behalf of said married woman, infant, idiot or insane person, unknown or non-appearing owner, not personally served with notice.

Approved April 22d, 1853.

AN ACT

TO RATIFY AND APPROVE ORDER NUMBER FORTY-SIX OF THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO, APPROVED AUGUST SIXTH, ONE THOUSAND EIGHT HUNDRED AND FIFTY-SEVEN.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

WHEREAS, On the third day of August, one thousand eight hundred and fifty-seven, the board of supervisors of the city and county of San Francisco passed an order, known as "order number forty-six," "in relation to the introduction of pure fresh water into the city and county of San Francisco, for fire, municipal, and other purposes," which order was duly approved by E. W. Burr, the president of said board of supervisors, on the sixth day of August, A. D. one thousand eight hundred and fifty-seven, of which order the following is a copy, to wit:

ORDER NUMBER FORTY-SIX.—In relation to the introduction of pure fresh water into the city and county of San Francisco, for fire, municipal, and other purposes.

The People of the City and County of San Francisco do ordain as follows:

SEC. 1. The San Francisco City Water Works, a company duly incorporated according to the laws of this State, and their successors and assigns, shall be allowed to introduce pure fresh water, for fire, municipal, and other purposes, into the city and county of San Francisco, through any lands claimed as belonging to the city and county of San

Francisco, and to conduct water from a dam, to be constructed near the mouth of "Lobos Creek," so called, by means of a suitable aqueduct of sufficient capacity to carry all the water of said stream, commencing at a point near the mouth of said creek; thence, following along near the shore of the bay, to some suitable point at North Beach, near the foot of Taylor street, at, or near which point, the said company shall build a reservoir of not less than two millions of gallons capacity; and the said works shall be forfeited to the city and county of San Francisco, if not completed as specified in this section, within one year from the passage of this order, unless the progress of the work be suspended by law; in which case, an additional time shall be allowed to said company, equal to the period during which the progress of the work may have been suspended as aforesaid: *Provided*, said company shall use all due diligence in relieving themselves from such legal impediments.

Sec. 2. Said company shall, from the said point at the North Beach, in said city and county, by suitable and sufficient machinery and pumps, elevate the water hereby authorized to be introduced in the said city and county, into a distributing reservoir, constructed at an elevation of not less than one hundred feet above the base line of the city grade of streets. Said reservoir shall be of brick and cement, and of sufficient capacity to contain not less than four millions of gallons; also, a third reservoir shall be begun, and completed within the same time as the second reservoir; to be constructed at an elevation sufficiently high to supply the inhabitants west of Stockton street, and not less than two hundred feet above the base of city grades, and of not less than two millions of gallons capacity; and the said company shall connect with said reservoirs suitable iron pipes, to be by them laid down through the streets and alleys of said city and county, under the direction of the board of supervisors, capable of supplying and discharging not less than two millions of gallons of water every twenty four hours; the strength, size, and capacity whereof shall be such as are required by the rules and regulations adopted by the Croton Water Works, in the city of New York, for like services: *Provided*, that a main shall be connected to the first mentioned distributing reservoir, extending through such streets as shall be necessary, to Market street, within two years from the passage of this order, unless the progress of the work be suspended by law; in which case, additional time shall be

allowed to said company, equal to the time during which the progress of the work may have been suspended, as aforesaid: *Provided*, that said pipes shall be so laid down as not to interfere with or obstruct any gas or water-pipes of other parties, laid down by authority of law; and said company shall, within the time prescribed in this section, be prepared to distribute at least two hundred thousand gallons of water daily.

SEC. 3. All the streets, alleys, or public places, along or through which the distributing pipes for conducting said fresh water may be laid, shall be, in all cases, placed in like order, by said company, as the same were before such pipes were laid down; and such replacing and relaying shall be done under the supervision of the superintendent of streets and highways, and to his satisfaction.

SEC. 4. The said city and county, under the direction of the board of supervisors, shall be entitled to the free use of the water so introduced, for the purpose of extinguishing fires, and for the supply of hydrants, fire-plugs, pumps, and cisterns, and for all the public purposes of said city and county, except for sprinkling the streets; and the said city and county shall have the right, under the direction of the board of supervisors, to tap the pipes, and connect the same with hydrants, fire-plugs, pumps, cisterns, and other public works, at such places as they may deem proper.

SEC. 5. The rates to be charged for the use of water, shall be established by the board of supervisors, and the rates so fixed, for the first five years after the introduction of water, as provided in section two, shall be calculated to produce a gross revenue of twenty-four per centum per annum upon the actual cash capital invested, and thereafter, such as will produce a gross revenue of twenty per centum per annum; such rate may, if necessary for this purpose, be established quarterly during the first year, and yearly thereafter. At the expiration of twenty years from the passage of this order, should the city and county not have repaid the cost of said work, as provided in sections six and seven, prior to that time, then the said water works, with all the dams, flumes, aqueducts, pipes, buildings, engines, reservoirs, and appurtenances, and the revenues arising therefrom, shall absolutely, and without any condition, revert to the city and county of San Francisco. And if, in any year, the revenues shall exceed the per centage allowed

in this section for that year, such surplus shall be paid into the treasury of the city and county, for a sinking fund towards the repayment of the cost of said works; but in no case shall the provisions of this section be so construed as to guarantee to said San Francisco City Water Works any part of said revenue.

SEC. 6. At the expiration of two years from the introduction of said water into the city and county, as provided in section one, as aforesaid, and at any time thereafter, by giving thirty days' notice, said city and county shall have the right to reimburse to said company the value of said water-works, at a valuation to be made as hereinafter provided; and said city and county shall thereupon receive possession and control of said water-works, and of all revenues arising therefrom.

SEC. 7. Said valuation shall be determined by a board of commissioners, to be elected as follows: three by the board of supervisors, and three by the San Francisco Water Works; and, in case the six cannot agree to the valuation, then, in that case, the six shall agree upon another person, and he shall become a member of said board. The decision of the majority, so acting, shall be final. The valuation shall not exceed the actual cash capital invested, from which such deduction shall be made as may be necessary for the actual wear and tear of such portions as are made of perishable materials, employed in the construction of the work, with legal interest, if purchased within three years; or, after three years, at an actual valuation not exceeding the cash capital invested in the construction thereof, without interest; nor shall the decision be binding upon said city and county until afterwards approved by the said board of supervisors.

SEC. 8. It is hereby provided that, should any other company, person or persons, receive permission to introduce water for the purpose of supplying the said city and county therewith, no more favorable terms shall be granted to such company or persons than to the company authorized under this order, without extending the same terms to the San Francisco City Water Works.

SEC. 9. The books and papers of the San Francisco City Water Works shall at all times be open to the inspection of a committee authorized by the board of supervisors, and to the president thereof; and the officers of the said San Francisco City Water Works may be examined, under oath, touching the receipts and expenditures of said company.

The books of the company shall show the actual expenditures and receipts, and the construction account shall be kept distinct from the cost of operating the said works.

SEC. 10. This order shall not be construed or understood as leasing or conveying to the San Francisco City Water Works, any right, title, or interest, in or to the waters, lands, or ways, mentioned in this order, and to which said city and county claim title, but shall be understood and construed as a contract with, and employment of, the said San Francisco City Water Works, to bring the water claimed as belonging to the city and county, through the lands and streets of said city and county, into the city and county, as aforesaid, for protection against fire, and for other public uses authorized by law; and the city and county of San Francisco hereby specially reserves all her right, title, interest, property, and estate, in said waters, lands, and ways; and it is further understood that the said company does not, by any provision herein contained, estop itself from asserting hereafter, against said city and county, any title, right, or interest, which it may now have in the said water and lands. And in case the said city and county elect hereafter to reimburse to said company the cost of said works, so much, or such part of the sources of water, right of way, and land damages, as shall at that time be the property of said city and county, shall not be included in the estimate of cost or valuation; and it is expressly understood that the said city and county shall not, at any time, unless by operation of law, during said term of twenty years, molest or interfere with the said San Francisco City Water Works, the progress of said works, or the collection of the rents, unless said city and county should sooner repay the said company the cost of said works, as hereinbefore provided.

SEC. 11. The said company shall furnish at their own expense, for the use of the city and county, a "marble fountain," to cost not less than two thousand dollars, nor more than two thousand five hundred dollars, and erect the same, under the direction of the board of supervisors, in the public plaza of San Francisco, and shall furnish a suitable supply of water for the same, free of charge; said fountain to be used on Sundays and on all public occasions, and on such other days as shall not interfere with the supply of water for other purposes. The water, after being used by said fountain, may be conducted, by

said company, to any portion of said city and county, as may be required by said company for their use.

SEC. 12. If the said San Francisco City Water Works shall fail to comply with any of the provisions of this order, or shall have failed to complete said works to the extent, and within the time prescribed in section two of this order, then, in that case, all the rights granted under this order, and all the works of said company, shall revert, absolutely and without conditions, to the city and county of San Francisco; and the said San Francisco City Water Works shall be prohibited thereafter from exercising or enjoying any of the rights or privileges granted in this order.

SEC. 13. The said company shall be required to supply the city and county hospital, at the foot of Stockton street, with pure fresh water, free of charge, as soon as the same can be supplied from the second reservoir.

In the Board of Supervisors, August third, one thousand eight hundred and fifty-seven, finally passed by unanimous vote. Absent, Supervisors Wilson, Roberts, and Merritt.

MILO CALKIN, Clerk.

Approved, San Francisco, August sixth, one thousand eight hundred and fifty-seven.

E. W. BURR, President Board of Supervisors.

Be it therefore enacted, that the said order number forty-six, above named and recited, be, and the same is hereby ratified and confirmed, and declared legal and valid, according to the terms and conditions therein named: *Provided*, that nothing herein shall be so construed as to impair any existing rights of the Mountain Lake Water Company.

ORDER NO. 65.

SUPPLEMENTARY TO ORDER No. 46. IN RELATION TO THE SAN FRANCISCO CITY WATER WORKS.

The People of the city and county of San Francisco, do ordain as follows:

SECTION 1. That the iron pipes and machinery of the San Francisco City Water Works, which may be necessary in carrying into effect the undertakings of said Company, be and they are hereby exempted from forfeiture under the provisions of section 12 of Order No. 46, approved August 6, 1857, on the express condition that said pipes, laid or unlaid, and said machinery shall not be converted to the distribution of water in said city and county under any contract or company other than the contract contained in said Order, No. 46; and in case any defalcation shall occur on the part of the said San Francisco City Water Works in the completion of said works in the time and manner specified in section 5 of said Order, No. 46, then the city and county may take, enjoy and use said pipes and machinery, and shall reimburse to said Company the cost thereof; and if it should so occur that the Board of Supervisors should not by law be authorized to appropriate the money therefor, then interest shall be allowed thereon until said Board of Supervisors may be so authorized; but all the revenues arising from the said water shall be applied to such payment, and shall not be diverted therefrom. The pipes to be proved to a pressure equivalent to a column of water of four hundred feet in height.

SEC. 2. That the said San Francisco City Works be, and they are hereby authorized to receive the whole revenue arising from said water, for the first two years after the introduction of water into the said city, as provided in section 2, of Order No. 46, in lieu of the twenty-four

per cent., as specified in section 5 of said Order, and for the remaining three years of the five years mentioned in section 5 of said Order, the revenue as specified in section 5 : *Provided, however*, that it shall be obligatory upon the Board of Supervisors to fix such rates as will produce at least a gross revenue of twenty-four per cent. per annum.

SEC. 3. This Order shall take effect only upon an acceptance of the provisions hereof, by said San Francisco City Water Works, in writing, under the seal of said Company, to be filed with the President of the Board of Supervisors, within ten days from the passage of this Order.

In Board of Supervisors, May 27, 1858, finally passed unanimous vote. Absent—Supervisors George and Tilton.

MILO CALKIN, Clerk.

Approved, San Francisco, May 28, 1858.

E. W. BURR, President Board of Supervisors.

ACCEPTANCE.

Know all Men by these Presents, that

WHEREAS, the Board of Supervisors of the City and County of San Francisco, by an order of said Board, entitled Order No. 65, Supplementary to Order No. 46, in relation to the San Francisco City Water Works, approved May 28, 1858, have granted certain exemptions to said Company and made certain further stipulations.

Now, the said San Francisco City Water Works, on their behalf, do hereby accept the provisions of said Order No. 65, Supplementary to Order No. 46, in relation to the San Francisco City Water Works, with all the conditions therein contained, and do hereby agree to all the terms and stipulations of said Order No. 65.

In testimony whereof, the said San Francisco City Water Works, by a vote of said Company, passed the 3d day of June, 1858, have caused this instrument to be signed by their President and Secretary, and the

seal of said Company to be affixed hereto, at the City of San Francisco, this 3d day of June, A. D. 1858.

In presence of JOHN BENSLEY, President.

MILO CALKIN. A. W. VON SCHMIDT, Secretary.

OFFICE PRESIDENT BOARD SUPERVISORS, June 3, 1858.

Filed by the President of the San Francisco City Water Works, in this office.

E. W. BURR,
President Board Supervisors.

ORDER NO. 92.

SUPPLEMENTARY TO ORDER NO. 46, IN RELATION TO THE SAN FRANCISCO CITY WATER WORKS.

The People of the City and County of San Francisco do ordain as follows:

SEC. 1. The time within which the said San Francisco City Water Works is required, by section one of said Order Number Forty-Six, to build a reservoir at North Beach, at or near the foot of Taylor street, is hereby extended to the 1st day of January, A. D. 1860.

SEC. 2. The time within which the said San Francisco City Water Works is required, by section two of said Order Number Forty-Six, to build the reservoirs named in said section, is hereby extended to the sixth day of August, A. D. 1860.

In board of supervisors, San Francisco, January 21, 1859, finally passed the following vote:

Ayes—Supervisors Darling, Benchley, Young, Tennent, Paxson, Lane and Sneath, 7.

Noes—Supervisors Biden, Gates, McKibben, Corbett and Tilton, 5.

MILO CALKIN, *Clerk.*

Approved, San Francisco, January 22, 1859.

[Signed,] E. W. BURR, *President Board of Supervisors.*

LAWS OF CALIFORNIA

PASSED AT ELEVENTH SESSION OF THE LEGISLATUE.

CHAPTER CCVII.

AN ACT

TO RATIFY AND CONFIRM ORDER NUMBER ONE HUNDRED AND SEVENTY-TWO OF THE BOARD OF SUPERVISORS OF THE CITY AND COUNTY OF SAN FRANCISCO.

The People of the State of California, represented in Senate and Assembly, do enact as follows:

WHEREAS, On the 29th day of August, 1859, the board of supervisors of the city and county of San Francisco passed an Order known as "Order No. 172," "amendatory of Order No. 46, and repealing ing Order No. 65 and Order No. 92, in relation to the San Francisco City Water Works," which Order was duly approved by E. W. Burr, the President of said board of supervisors, on the 30th day of August, 1859, of which the following is a copy, to wit:

ORDER NUMBER ONE HUNDRED AND SEVENTY-TWO.—Amendatory of Order No. 46, and repealing Order No. 65 and Order No. 92, in relation to the San Francisco City Water Works.

The People of the City and County of San Francisco do ordain as follows:

SECTION 1. Section one of Order No. 46 is hereby amended so as to read as follows: Section 1. The San Francisco City Water

Works, a company duly incorporated according the laws of this State, and their successors and assigns, shall be allowed to introduce pure fresh water, for fire, municipal and other purposes, into the city and county of San Francisco, through any land claimed as belonging to the city and county of San Francisco, and to conduct water from a dam to be constructed near the mouth of "Lobos Creek," so called, by means of a suitable aqueduct of sufficient capacity to carry all the water of said stream, commencing at a point near the mouth of said creek, thence following along near the shore of the bay, to some suitable point at North Beach, near the foot of Van Ness avenue, at or near which point the said company shall build a reservoir of not less than fifty thousand gallons capacity, and the said work shall be forfeited to the city and county of San Francisco if not completed, as specified in this section, on or before the first day of January, 1860, unless the progress of the work be suspended by law, in which case, an additional time shall be allowed to said company equal to the period during which the progress of the work may have been suspended as aforesaid; provided, that said company shall use all due diligence in relieving themselves from such legal impedements.

SEC. 2. Section two of Order No. 46, is hereby amended so as to read as follows: Section 2. Said Company shall, from the said point at the North Beach, in said city and county, by suitable and sufficient machinery and pumps, elevate the water hereby authorized to be introduced into the said city and county, into a distributing reservoir, constructed at an elevation of not less than one hundred and thirty feet above the base line of the city grade of streets; which reservoir shall be completed on or before the sixth day of August, 1860, and shall be constructed of brick and cement, or other material of equal strength and durability, and of sufficient capacity to contain not less than six millions of gallons. Also, a third reservoir shall be begun and completed within the same time as the second reservoir, to be constructed at an elevation sufficiently high to supply the inhabitants west of Stockton street, and not less than two hundred and fifty feet above the base of city grade, and of not less than two millions of gallons capacity; and the said Company shall connect with said reservoirs suitable iron pipes, to be by them laid down through the streets and alleys of said city and county, under the direction of the Board

of Supervisors, capable of supplying and discharging not less than two millions of gallons of water every twenty-four hours; said pipes laid or unlaid, and said machinery shall not be converted to the distribution of water in said city and county under any contract or company other than the contract contained in this Order; the strength of the pipes to be proved by a pressure equivalent to a column of water four hundred feet in hight, the capacity whereof shall be such as are required by the regulations of the Croton Water Works in the city of New York, for like service; provided, that a main of not less than sixteen inches in diameter shall be connected to the first mentioned distributing reservoir, extending, with suitable pipes, through such streets as shall be necessary, to Market street, on or before the sixth day of August, A. D. 1860, unless the progress of the work be suspended by law; in which case additional time shall be allowed to said Company, equal to the time during which the progress of the work may have been suspended as aforesaid; provided, that said pipes shall be so laid down as not to interfere with or obstruct any gas or water pipes of other parties laid down by authority of law; and said Company shall, within the time prescribed in this section, be prepared to distribute at least two hundred thousand gallons of water daily, and shall thereafter maintain a surplus, beyond the daily consumption, of at least two millions of gallons, to meet any exigencies that may arise.

Sec. 3. Section five of Order No. 46 is hereby amended so as to read as follows: Section 5. In consideration of and on condition that the said San Francisco City Water Works shall pass a resolution, and duly certify the same by the signatures of the President and Secretary of the said San Francisco City Water Works, and under the common seal of said Company, to be filed with the Clerk of the Board of Supervisors, within ten days from the passage of this Order, agreeing to pay the said city and county of San Francisco, hereafter, five per cent. of the gross receipts of the said Company under its present charter, or any renewal or extension thereof, and also, accepting all the provisions of this Order, and providing that the said five per cent. upon the gross receipts as aforesaid shall be paid into the Treasury on the first days of April, July, October and January, of each year, commencing on the first day of April, 1861; then and in that event, from the first day of January, 1861, the rates to be charged for the use of water

may be established by the Board of Supervisors; and the rates so fixed for the first four years ensuing said date shall be calculated to produce a gross revenue of twenty-four per centum per annum upon the actual cash capital invested, and thereafter for the term of fifteen years, such rates shall be established as will produce a gross revenue of twenty per centum per annum on the cash capital invested, and after the expiration of the said last mentioned term, the rates shall be reduced one per centum per annum, until such reduction shall leave to the Company eight per centum per annum net revenue upon the actual cash capital invested—unless the said city and county shall have sooner reimbursed to said Company the cost of said works, as provided in sections six and seven. Such rate may, if necessary, be established quarterly during the first year, and yearly thereafter; but in no case shall the provisions of this section be so construed as to guarantee to the said San Francisco City Water Works any part of said revenue.

Sec. 4. Whenever it shall become necessary to stop the flow of water through any of the street mains for more than one hour, it shall be the duty of the said company to notify consumers by giving public notice of at least six hours, of such intended stoppage, in three or more of the daily newspapers.

Sec. 5. Section nine of Order No. 46 is hereby amended so as to read as follows: Section 9. The books and papers of the San Francisco City Water Works shall at all times be open to the inspection of a committee authorized by the board of supervisors and to the president thereof; and the officers of the said San Francisco City Water Works may be examined, under oath, touching the receipts and expenditures of said company. The books of the company shall show the actual cash expenditures and receipts, and the construction account shall be kept distinct from the cost of operating the said works. And the said company shall render to the board of supervisors, semi-annually, commencing on the first of January, A. D. 1860, a sworn statement of all moneys invested in the construction of said works.

Sec. 6. Section eleven of Order No. 46 is hereby amended so as to read as follows: Section 11. The said company shall furnish, at their own expense, for the use of the city and county, a "Marble Fountain," to cost not less than two thousand dollars, and erect the same upon Portsmouth Square, on or before the first day of January,

A. D. 1861, under the direction of the board of supervisors, and shall furnish a suitable supply of water for the same free of charge; said fountain to be used on Sundays and on all public occasions, and on such other days as shall not interfere with the supply of water for other purposes. The water, after being used by said fountain, may be conducted by said company to any portion of said city and county, as may be required by said company for their use.

SEC. 7. This amended Order is made upon the express condition and understanding that all the water brought in any of the pipes or works of said company shall be applied and used exclusively for the use of said city and county; and by its inhabitants, on their agreeing to pay the established rates, so far as they may require and make demand for the same, and that no portion of the water shall be used, rented, sold or appropriated for supplying machine power, or for manufacturing purposes, to the detriment of said city and county, or the inhabitants thereof, who shall make demand therefor as aforesaid.

SEC. 8. Orders Nos. 65 and 92 are hereby repealed.

In Board of Supervisors, San Francisco, August 29, 1859, finally passed by unanimous vote.

MILO CALKIN, *Clerk.*

Approved, San Francisco, August 30, 1859.

E. W. BURR, *President Board of Supervisors.*

Be it therefore enacted, that the said Order No. 172, above named and recited, be and the same is hereby ratified and confirmed, and declared legal and valid, according to the terms and conditions therein named.

Approved April 12th, 1860.

BY-LAWS.

ARTICLE I.

The style and corporate name of this Company, the object and purposes for which the same is incorporated, the amount and division of its capital stock, the term of its duration, and its principal office, shall be the same as set forth in the Certificate of Incorporation.

ARTICLE II.

No person can be elected a Trustee unless he be a resident of this State, and shall hold and be a *bona fide* owner of twenty shares of the capital stock of this Corporation, standing in his name on the books of the Company.

ARTICLE III.

The Annual Meeting of stockholders for the election of Trustees shall be held on the 25th day of May of each year, at the office of the Company, and the Trustees so elected shall enter upon the duties of their office on the 1st day of June ensuing.

ARTICLE IV.

The number of Trustees shall be five, and shall be elected annually by ballot;—each share of the capital stock, as the same stands represented on the books of the Company, shall be entitled to one vote, which may be cast either in person or by proxy; but when cast by proxy, the authority to cast such vote or votes shall be deposited and remain with the Secretary. The persons receiving the largest number of votes shall be declared Trustees until their successors shall be

chosen, and all vacancies occurring shall be filled by a majority of the Trustees; no person being eligible as a Trustee except as specified in Article II.

ARTICLE V.

Public notice shall be given when any meeting of the stockholders shall be necessary, and of the time and place of holding the same, in one or more daily newspapers published in the city of San Francisco, for at least ten days previous thereto, and a majority of all the stock shall be represented and necessary to constitute a quorum for the transaction of business. The Secretary shall call a meeting at any time upon the written request signed by the representatives of a majority of the capital stock.

ARTICLE VI.

A regular meeting of the Board of Trustees shall be held at the office of the Company, on the 8th day of each month, and if falling on Sunday, then on the following Monday, at such time as the President may designate; and special meetings may be called at any time, by the President, on giving written notice of the time and place of meeting to every Trustee. A majority of the whole number of Trustees shall be necessary to constitute a quorum for the transaction of business, and every decision of a majority of such quorum, assembled as a Board, shall be valid as a corporate act.

ARTICLE VII.

The office of Trustee shall be deemed vacant; firstly, by death; secondly, by his resignation; thirdly, by his ceasing to own at least twenty shares of stock; fourthly, by his ceasing to reside within two hundred miles of the city of San Francisco, and fifthly, by his removal from office as hereinafter provided. Any Trustee may be removed from office by a vote of two-thirds of the whole number of Trustees; or by a vote of a majority of the Trustees, upon the written request signed by those representing two-thirds of the capital stock.

ARTICLE VIII.

The officers of the Company shall consist of a President, who shall be elected by the Trustees from among their own number, and of a

Secretary, and such other officers and agents as the Trustees may deem necessary. They shall be elected annually, by ballot, on the 1st day of June, and any vacancy that may occur, by resignation or otherwise, shall not be filled for a longer period than the 1st day of June next ensuing. Any officer or agent may be removed at any time, by a vote of a majority of the Trustees.

ARTICLE IX.

It shall be the duty of the President to preside at all meetings of the stockholders and Trustees; and in his absence, the stockholders or Trustees may elect a President, *pro tem.*

ARTICLE X.

It shall be the duty of the Secretary to keep a minute of the meetings of the Board of Trustees, and of the stockholders; to keep the corporate seal; to sign and seal all papers and certificates that may be necessary, and to take charge of all books, records and papers of the Company, without the power of removal of same from the office of the Company, and on the 8th day of each month to present to the Board of Trustees a balance sheet, showing the receipts and disbursements, and for what account, agreeably to the direction of the Trustees, and all other expenditures and receipts, showing the correct position of the financial affairs of the Company at that time. The Secretary may or may not be a stockholder.

ARTICLE XI.

The corporate seal of the Company shall be as follows:

and all contracts and agreements required to be in writing shall be under the seal of the Company.

ARTICLE XII.

Certificates of stock shall be issued to persons entitled thereto, in such form as the Trustees may prescribe. They shall be signed by the President, and countersigned by the Secretary, with the corporate seal of the Company affixed thereto, and shall be transferable on the books of the Company; and on the surrender of the original certificates, properly endorsed, new certificates shall thereupon be issued. The books for the transfer of stock shall be closed from the first to the fifth day of each month, inclusive.

ARTICLE XIII.

The officers and agents of the Company shall give bonds in such amounts as the Trustees designate, all bonds to be approved by a a majority of the Board of Trustees.

ARTICLE XIV.

Amendments and alterations to the Constitution may be made by a vote of two-thirds of the stockholders, given at a meeting called for that purpose. The By-Laws may be altered and amended by a vote of two-thirds of the Trustees.